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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA**

ARNOLD WANDEL, individually and on)
 behalf of all others similarly situated,)
)
 Plaintiff,)
)
 v.)

Case No. CV 08 3543 SC

**ADMINISTRATIVE MOTION TO
 CONSIDER WHETHER *JOHN P.
 McCARTHY PROFIT SHARING PLAN, ET
 AL.* SHOULD BE RELATED PURSUANT
 TO LOCAL RULE 3-12**

HERBERT W. BOYER, Ph.D., WILLIAM)
 M. BURNS, ERICH HUNZICKER, Ph.D.,)
 JONATHAN K.C. KNOWLES, Ph.D.,)
 ARTHUR D. LEVINSON, Ph.D., DEBRA)
 L. REED, CHARLES A. SANDERS, M.D.,)
 GENENTECH, INC., and ROCHE)
 HOLDING AG,)
)
 Defendants.)

Case No. CV 08 3720 JCS

THIS DOCUMENT RELATES TO:)
)
 JOHN P. McCARTHY PROFIT SHARING)
 PLAN, individually and on behalf of all)
 others similarly situated,)
)
 Plaintiff,)
)
 v.)
)
 GENENTECH, INC., ROCHE HOLDING,)
 LTD, ROCHE HOLDINGS, INC., ROCHE)
 HOLDING AG, ARTHUR D. LEVINSON,)
 HERBERT W. BOYER, WILLIAM M.)
 BURNS, ERICH HUNZICKER,)
 JONATHAN K.C. KNOWLES, DEBRA L.)
 REED, AND CHARLES SANDERS,)
)
 Defendants.)

Pursuant to Local Rule 3-12, Plaintiff John P. McCarthy Profit Sharing Plan submits this administrative motion to consider whether *John P. McCarthy Profit Sharing Plan v. Genentech, Inc., et al.*, Case No. CV 08 3720 JCS, a putative class action lawsuit filed on August 4, 2008, should be related to *Arnold Wandel v. Herbert W. Boyer, Ph.D., et al.*, Case No. CV 08 3543 SC, filed on July 23, 2008.

Local Rule 3-12(a) provides that actions are related when:

- (1) The actions concern substantially the same parties, property, transaction or event; and
- (2) It appears likely that there will be an unduly burdensome duplication of labor and expense or conflicting results if the cases are conducted before different Judges.

The *John P. McCarthy Profit Sharing Plan* and *Wandel* actions satisfy these criteria. Each case is a proposed class action on behalf of owners of securities of Genentech, Inc., and concerns Roche's proposed purchase of all outstanding Genentech shares. Both cases are brought against Defendants Genentech, Inc., Roche, and Genentech's directors and allege breaches of fiduciary duties.¹

Date: August 7, 2008

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¹ Copies of the two complaints are attached to the accompanying Declaration of Michael F. Ram as Exhibits A and B. The *John P. McCarthy Profit Sharing Plan* case names two additional Roche entities not named as defendants in the *Wandel* Complaint.

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